

JUL 28 '10 -6 41 PM

**HELM-PACIFIC LEASING**

505 Sansome Street, Suite 1800 • San Francisco, CA 94111

415/398 4510

**SURFACE TRANSPORTATION BOARD**

FAX 415/398-4816

July 28, 2010

Chief  
Section of Administration Office of Proceedings  
Surface Transportation Board  
395 E Street S.W.  
Washington, D.C. 20423-0001

RE: Full Termination of Lease dated as of July 8, 2010 by Helm-Pacific Leasing ("Partial Termination of Lease")

Dear Section Chief:

Attached for recordation pursuant to the provision of 49 U.S.C. Section 11301(a) is a copy of the original Full Termination of Lease, a secondary document as defined in the Board's Rules for Recordation of Documents.

The attached document is a full release and relates to the documents previously filed with the Board under Recordation Number 23451.

The names and addresses of the parties to the attached document are:

Lessor: Helm-Pacific Leasing  
505 Sansome Street, Suite 1800  
San Francisco, CA 94111

Lessee: AMG Resources Corporation  
5147 Shadow Pond Lane  
Charlotte, NC 28226

A description of the railroad equipment covered by the attached document is:

14 Woodchip Gondola Railcars. HPJX 147591, 147611, 147616, 147637, 147638, 147648, 147649, 147784, 147793, 147794, 147834, 147856, 147892 and 147917

A short summary of the document to appear in the index is:

Full Termination of Lease Agreement

The recordation filing fee of \$41.00 is on account.

Yours truly,



Sharon L. Van Fossan  
Supervisor Contract Administration

/svf  
Attachment

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SURFACE TRANSPORTATION BOARD

## FULL TERMINATION OF LEASE

THIS FULL TERMINATION OF NET LEASE AGREEMENT ("Full Termination of Lease") is dated as of July 8, 2010 by HELM-PACIFIC LEASING, a Nebraska general partnership ("Lessor").

## RECITALS:

WHEREAS, Lessor and AMG Resources Corporation ("AMG") are parties to that certain Net Lease Agreement dated as of September 25, 1999 ("Lease"), whereby Lessor agreed to lease to AMG and AMG agreed to lease from Lessor the fourteen (14) gondola railcars bearing the reporting mark and numbers as provided in Schedule A attached hereto ("Units");

WHEREAS, the Lease (or memorandum thereof) was recorded with the Surface Transportation Board on April 3, 2001 at 1:21 PM and assigned Recordation No. 23451;

WHEREAS, the Lease between Lessor and AMG has been terminated with respect to the Units;

WHEREAS, Lessor desires to execute this Full Termination of Lease to evidence for the public record the termination of the Lease.

NOW THEREFORE, in consideration of the premises, Lessor does hereby acknowledge and confirm:

1. Full Termination of Lease. Lessor hereby declares for the public record that the Lease filed under STB Recordation Nos. 23451 is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Full Termination of Lease to be signed in its corporate name as of the date first above written.

## HELM-PACIFIC LEASING

By: Helm Pacific Corporation,  
a General Partner

By: Union Pacific Venture Leasing, Incorporated,  
a General Partner

By: Courtney A. Williams  
Name: Courtney A. Williams  
Title: President and COO

By: Ed Weber  
Name: Ed Weber  
Title: President

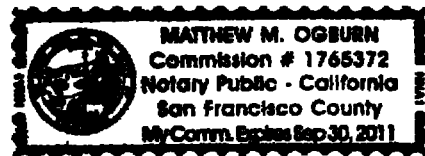
STATE OF CALIFORNIA                     )  
   ) S.S.  
COUNTY OF SAN FRANCISCO             )

On July 13, 2010 before me, Matthew M. Ogburn, personally appeared Courtney A. O'H. Williams, President and Chief Operations Officer, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Matthew M. Ogburn (Seal)



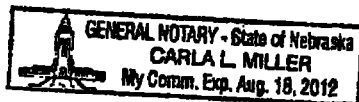
STATE OF NEBRASKA                     )  
   ) S.S.  
COUNTY OF DOUGLAS                     )

On July 9, 2010 before me, Carla L. Miller, personally appeared Ed Weber, President, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of Nebraska that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Carla L. Miller (Seal)



**SCHEDULE A**

**To the Full Termination of Lease dated as of July 8, 2010**

**Description of the Units:** Fourteen (14), 100-ton, flat-bottom, woodchip gondolas.

Mark	Number
HPJX	147591
HPJX	147611
HPJX	147616
HPJX	147637
HPJX	147638
HPJX	147648
HPJX	147649
HPJX	147784
HPJX	147793
HPJX	147794
HPJX	147834
HPJX	147856
HPJX	147892
HPJX	147917